

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

UNITED STATES OF AMERICA, *et al.*,

Plaintiffs,

v.

JETBLUE AIRWAYS CORPORATION and
SPIRIT AIRLINES, INC.,

Defendants.

Civil Action No. 1:23-cv-10511-WGY

**DECLARATION OF EDWARD W. DUFFY IN SUPPORT OF PLAINTIFFS’
OPPOSITION TO DEFENDANTS’ MOTION IN LIMINE
TO EXCLUDE CERTAIN DOCUMENTS**

I, Edward W. Duffy, pursuant to 28 U.S.C. 1746, hereby declare as follows:

1. I am an attorney with the Antitrust Division of the United States Department of Justice, and counsel of record for the United States in this case. I have personal knowledge of the matters recited herein, and if called upon to testify, I could and would testify competently thereto.

2. Attached as Exhibit A is a true and correct copy of Spirit Airlines, Inc., SEC 425 Filing, “Rejected Proposal from JetBlue is Illusory and Not Superior” dated May 5, 2022.

3. Attached as Exhibit B is a true and correct copy of Spirit Airlines, Inc., SEC 425 Filing, “Creating America’s Most Competitive Ultra-Low Fare Airline” dated May 23, 2022.

4. Attached as Exhibit C is a true and correct copy of Spirit Airlines, Inc., SEC 425 Filing, “Spirit + Frontier: Creating America's Most Competitive Ultra-Low Fare Airline” dated May 25, 2022.

5. Attached as Exhibit D is a true and correct copy of excerpts of the transcript of the June 6, 2023 deposition of Edward Christie. Exhibit D contains redactions of material not relevant to the instant motion.

6. Attached as Exhibit E is a true and correct copy of excerpts of the transcript of the June 27, 2023 deposition of H. McIntyre Gardner.

7. Attached as Exhibit F is a true and correct copy of excerpts of the transcript of the June 21, 2023 deposition of Ursula Hurley. Exhibit F is currently filed under seal subject to the Court's Order on the Parties' Joint Motion to Impound.

8. Attached as Exhibit G is a true and correct copy of excerpts of the transcript of the June 13, 2023 Rule 30(b)(6) deposition of Nicholas Bartolotta.

9. Attached as Exhibit H is a true and correct copy of Spirit Airlines, Inc. Press Release, "Spirit Airlines Board of Directors Reiterates Support for Merger with Frontier Airlines" dated May 2, 2022.

10. Attached as Exhibit I is a true and correct copy of excerpts of a document produced by Spirit with Bates number NK-2R-05327976.

11. Attached as Exhibit J is a true and correct copy of Spirit Airlines, Inc. Press Release, "Spirit Airlines Board of Directors Urges Stockholders to Reject JetBlue Tender Offer" dated May 19, 2022.

12. Attached as Exhibit K is a true and correct copy of excerpts of the transcript of the January 30, 2023 deposition of DeAnne Gabel.

13. Attached as Exhibit L is a true and correct copy of a transcript of Spirit Airlines, Inc.'s May 5, 2022 investor call.

14. Attached as Exhibit M is a true and correct copy of Spirit Airlines, Inc. Press Release, “Spirit Airlines Reaffirms Commitment to Merger with Frontier” dated June 28, 2022.

I declare under penalty of perjury the foregoing is true and correct.

Executed on September 20, 2023 in Washington, DC.

/s/ Edward W. Duffy
Edward W. Duffy